

BI (Official Form 1)(4/10)

United States Bankruptcy Court Southern District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>NO FEAR MX, INC., a California corporation</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>28-0432196</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>1812 Aston Avenue Carlsbad, CA</b>		Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>92008</b>		ZIP Code
County of Residence or of the Principal Place of Business: <b>San Diego</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):
ZIP Code		ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):		
<b>Type of Debtor</b> (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B). <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</b> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee (Check one box)</b> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate nonecontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. <b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000 <b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion <b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		<b>THIS SPACE IS FOR COURT USE ONLY</b>

B1 (Official Form 1)(4/10)

Page 2

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): NO FEAR MX, INC., a California corporation	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</b>			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</b>			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="margin-left: 40px;">_____ (Name of landlord that obtained judgment)</div>  <div style="margin-left: 40px;">_____ (Address of landlord)</div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

B1 (Official Form 1)(4/10)

Page 3

**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

NO FEAR MX, INC., a California corporation

**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

**Signature of Attorney\***

X

Signature of Attorney for Debtor(s)

David S. Kupetz, Esq. (State Bar No. 125062)

Printed Name of Attorney for Debtor(s)

SulmeyerKupetz

Firm Name

333 South Hope Street  
 35th Floor  
 Los Angeles, CA 90071-1406

Address

213.626.2311 Fax: 213.629.4520

Telephone Number

2/23/11

Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Authorized Individual

Mark Simo

Printed Name of Authorized Individual

Chief Executive Officer

Title of Authorized Individual

2/24/11

Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**ACTION BY WRITTEN CONSENT  
OF  
DIRECTORS**

**NO FEAR MX, INC.**  
a California corporation

**February 11, 2011**

The undersigned, being all of the directors of No Fear MX, Inc., a California corporation (the "*Company*"), acting pursuant to the authority of Sections 307(b) of the California General Corporation Law, do hereby consent, approve and adopt the following resolutions.

**RESOLVED**, that it is in the best interests of this Company, its creditors, stockholders, and other interested parties that the Company file a petition for relief under the provisions of chapter 11 of the Bankruptcy Code.

**FURTHER RESOLVED**, that a petition under said chapter 11 shall be filed as executed by the Chief Executive Officer on behalf of the Company and the same hereby is approved and adopted in all respects, and the Chief Executive Officer is hereby authorized and directed, on behalf of and in the name of the Company, to execute and verify such petition and to cause the same to be filed with the United States Bankruptcy Court, Southern District of California.

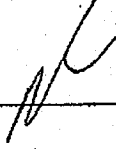
**FURTHER RESOLVED**, that officers of the Company be, and hereby are, authorized to execute and file all schedules, lists, and other papers, and to take any and all action which the Chief Executive Officer shall deem necessary and proper, considering the advice of counsel, in connection with such proceedings under said chapter 11 and in that connection to retain and employ all assistance by legal counsel and other professionals which he may deem necessary and proper with a view to the successful termination of such proceedings.

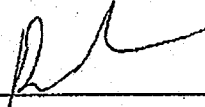
**FURTHER RESOLVED**, that the firm of SulmeyerKupetz, a professional corporation, hereby is retained as bankruptcy counsel for the Company in connection with the commencement and maintenance of the aforementioned chapter 11 case, including all matters and proceedings arising in such chapter 11 case, pursuant to the terms and conditions set forth in all written agreements between the Company and SulmeyerKupetz.

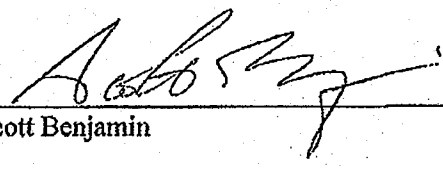
**FURTHER RESOLVED**, that all actions heretofore taken by the officers of the Company in connection with the implementation of the foregoing proceedings be, and hereby are, ratified, confirmed and approved as the acts and deeds of the Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent as of the date first set forth above, thereby agreeing that the foregoing resolutions shall be of the same force and effect as if regularly adopted at a meeting held upon due notice. This Action by Written Consent may be executed in counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument. This Action by Written Consent may be executed by facsimile transmission and such facsimile shall be valid and binding to the same extent as if it were an original.

  
\_\_\_\_\_  
Mark Simo

  
\_\_\_\_\_  
Brian Simo

  
\_\_\_\_\_  
Scott Benjamin



B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Southern District of California**

In re NO FEAR MX, INC., a California corporation

Debtor(s)

Case No.

Chapter

11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
J2 LLC 1812 Aston Avenue Carlsbad, CA 92013	J2 LLC Attn: Jeff Surwall 1812 Aston Avenue Carlsbad, CA 92013 Telephone: (760) 930-1748 Fax: (760) 931-9741 jeffs@nofear.com	Note Payable		\$5,592,000.00
YHC Co. B412 SK Twin Tech Tower 345-9 KAasan- Dong Seoul	YHC Co. Attn: Luke Seo B412 SK Twin Tech Tower 345-9 Kaasan- Dong Seoul Telephone: 82-02-869-8443 Fax: 82-02-869-7785 jykim@yh21.com	Trade Debt		\$119,620.35
Mage Design LLC 2922 Pico Boulevard Santa Monica, CA 90405	Mage Design LLC Attn: Jerome Mage 2922 Pico Boulevard Santa Monica, CA 90405 Telephone: (323) 225-0087 Fax: (323) 225-5877 jerome@magdesign.com	Trade Debt		\$91,211.01
KBC America 2830 North Ontario Street Burbank, CA 91504	KBC America Attn: Robin Lee 2830 North Ontario Street Burbank, CA 91504 Telephone: (818) 526-7771 Fax: (818) 526-7768	Trade Debt		\$79,340.00
J-Law Racing, LLC 1902 Wright Place Suite 200 Carlsbad, CA 92008	J-Law Racing, LLC Attn: Scott Sepkovic 1902 Wright Place Suite 200 Carlsbad, CA 92008 Telephone: (760) 918-9382 Fax: hollywood@crownamg.com	Trade Debt		\$53,846.17

B4 (Official Form 4) (12/07) - Cont.

In re NO FEAR MX, INC., a California corporation

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Silver Triangle Industries 11211 Sorrento Valley Road Suite I San Diego, CA 92121	Silver Triangle Industries Attn: Jorge Navarro 11211 Sorrento Valley Road Suite I San Diego, CA 92121 Telephone: (858) 646-7626 Fax: (858) 646-7628 silverind@aol.com	Trade Debt		\$47,833.90
Jido & Juniar, Inc. d/b/a N&L Productions 6214 Topiary Street Carlsbad, CA 92009	Jido & Juniar, Inc. d/b/a N&L Productions Attn: Laith Halsha 6214 Topiary Street Carlsbad, CA 92009 Telephone: 619-540-5466 Fax: (760) 931-9743 laith@jandjclothing.com	Trade Debt		\$43,466.00
Empire Corporation 3820 Oceanic Drive Oceanside, CA 92056	Empire Corporation Attn: John Peterson 3820 Oceanic Drive Oceanside, CA 92056 Telephone: (760) 966-6252 Fax: (760) 435-1261	Trade Debt		\$32,478.35
Ying Kou Kang Jun Cultun District Bayuquan District Yin Kow City Liaonin	Ying Kou Kang Jun Attn: Peter Park Cultun District Bayuquan District Yin Kow City Liaonin Telephone: 864-176-2397 Fax: gloves@kigloves.com.cn	Note Payable		\$30,583.42
Lem SRL Via Roma 57 21020 Daverio VA Italy	Lem SRL Attn: Valeria Gariboldi Via Roma 57 21020 Daverio VA Italy Telephone: 39 0332 949386 106 Fax: 39 0332 949 085	Trade Debt		\$23,599.23
Tommy Searle c/o Wasserman Media Group 2052 Corte del Nogal Suite 150 Carlsbad, CA 92011	Tommy Searle Attn: Travis Clarke c/o Wasserman Media Group 2052 Corte del Nogal Suite 150 Carlsbad, CA 92011 Telephone: (760) 602-6200 Fax: (760) 602-9800 tclarke@wmgllc.com	Trade Debt		\$18,000.00

B4 (Official Form 4) (12/07) - Cont.

In re NO FEAR MX, INC., a California corporation

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Hyunjin Corporation 886-8 Hwagok 2 Dong Kangseo- Ku Seoul	Hyunjin Corporation Attn: Yune Park 886-8 Hwagok 2 Dong Kangseo- Ku Seoul Telephone: 82-2-2692-7685 Fax: 82-2-2699-8365 yunepark@haivina.com	Trade Debt		\$16,441.19
Lamb Screen Printing, Inc. 230-C Roymar Road Oceanside, CA 92054	Lamb Screen Printing, Inc. Attn: Rex Lamb/Kathy Lamb 230-C Roymar Road Oceanside, CA 92054 Telephone: (760) 754-5540 Fax: (760) 722-4624	Trade Debt		\$12,503.18
Jeff Surwall 1812 Aston Avenue Carlsbad, CA 92013	Jeff Surwall 1812 Aston Avenue Carlsbad, CA 92013 Telephone: (760) 930-1748 Fax: (760) 931-9741 jeffs@nofear.com	Trade Debt		\$11,640.62
Creative Clothing Connection 1236 Activity Drive Suite B Vista, CA 92081	Creative Clothing Connection 1236 Activity Drive Suite B Vista, CA 92081 Telephone: (619) 651-8860 Fax:	Trade Debt		\$11,100.00
J.T.M.X., LLC 1812 Aston Avenue Carlsbad, CA 92013	J.T.M.X., LLC Attn: Jeff Surwall 1812 Aston Avenue Carlsbad, CA 92013 Telephone: (760) 930-1748 Fax: (760) 931-9741 jeffs@nofear.com	Trade Debt		\$5,660.00
KPMG LLP Department 0939 Post Office Box 120001 Dallas, TX 75312-0564	KPMG LLP Attn: Jim Belles Department 0939 Post Office Box 120001 Dallas, TX 75312-0564 Telephone: (949) 885-5427 Fax: (949) 861-9185 jimbelles@kpmg.com	Trade Debt		\$4,500.00



B4 (Official Form 4) (12/07) - Cont.

In re NO FEAR MX, INC., a California corporation

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Verdi Travel, Inc. 721 B North Shirk Road Visalia, CA 93291	Verdi Travel, Inc. Attn: Dirk Temmerman 721 B North Shirk Road Visalia, CA 93291 Telephone: (559) 651-4120	Trade Debt		\$4,445.00
Action Freight International 16403 Ishida Avenue Carson, CA 90248	Action Freight International Attn: Mike Engels 16403 Ishida Avenue Carson, CA 90248 Telephone: (310) 856-0381 Fax: (310) 856-0389 mike@actionfreightinc.com	Trade Debt		\$4,396.06
Racer X Illustrated 122 Vista Del Rio Drive Morgantown, WV 26508	Racer X Illustrated Attn: Julie Kramer 122 Vista Del Rio Drive Morgantown, WV 26508 Telephone: (304) 284-0080 Fax: (304) 284-0081	Trade Debt		\$4,140.00
RD Packaging Post Office Box 722584 San Diego, CA 92172	RD Packaging Post Office Box 722584 San Diego, CA 92172 Telephone: (858) 205-0647	Trade Debt		\$3,670.88
Skiva Graphics Screenprinting 2258 Rutherford Road Carlsbad, CA 92008	Skiva Graphics Screenprinting Attn: Leon 2258 Rutherford Road Carlsbad, CA 92008 Telephone: (760) 602-9124 Fax: (760) 602-9783 leon@skivagraphics.com	Trade Debt		\$2,919.32

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date February 24, 2011

Signature \_\_\_\_\_

Mark Simo  
Chief Executive Officer

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

2/18/11 2:30PM

CSD 1008 [08/21/00]

Name, Address, Telephone No. &amp; I.D. No.

David S. Kupetz, Esq. (State Bar No. 125062)

SulmeyerKupetz, A Professional Corporation

333 South Hope Street, 35th Floor

Los Angeles, CA 90071-1406

Telephone: (213) 626-2311; dkupetz@sulmeyerlaw.com

## UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA

325 West "F" Street, San Diego, California 92101-6991

In Re

NO FEAR MX, INC., a California corporation

BANKRUPTCY NO.

Debtor.

## VERIFICATION OF CREDITOR MATRIX

## PART I (check and complete one):

☒ New petition filed. Creditor diskette required.


TOTAL NO. OF CREDITORS: \_\_\_\_\_

☐ Conversion filed on \_\_\_\_\_. See instructions on reverse side.☐ Former Chapter 13 converting. Creditor diskette required.

TOTAL NO. OF CREDITORS: \_\_\_\_\_

☐ Post-petition creditors added. Scannable matrix required.☐ There are no post-petition creditors. No matrix required.☐ Amendment or Balance of Schedules filed concurrently with this original scannable matrix affecting Schedule of Debts and/or Schedule of Equity Security Holders. See instructions on reverse side.☐ Names and addresses are being ADDED.☐ Names and addresses are being DELETED.☐ Names and addresses are being CORRECTED.

## PART II (check one):

☒ The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.☐ The above-named Debtor(s) hereby verifies that there are no post-petition creditors affected by the filing of the conversion of this case and that the filing of a matrix is not required.Date: February 24, 2011
  
 Mark Simo/Chief Executive Officer  
 No Fear MX, Inc.  
 Signer/Title

REFER TO INSTRUCTIONS ON REVERSE SIDE

CSD 1008

Software Copyright (c) 1996-2010 CCH INCORPORATED - www.bestcase.com

Best Case Bankruptcy

CSD 1008 (Page 2) [08/21/00]

## INSTRUCTIONS

- 1) Full compliance with Special Requirements for Mailing Addresses (CSD 1007) is required.
- 2) A creditors matrix with Verification is required whenever the following occurs:
  - a) A new petition is filed. Diskette required.
  - b) A case is converted on or after SEPTEMBER 1, 2000. (See paragraph 4b concerning post-petition creditors.)
  - c) An amendment to a case on or after SEPTEMBER 1, 2000, which adds, deletes or changes creditor address information on the debtor's Schedule of Debts and/or Schedule of Equity Security Holders. Scannable matrix format required.
- 3) The scannable matrix must be originally typed or printed. It may not be a copy.
- 4) CONVERSIONS:
  - a) When converting a Chapter 13 case filed before SEPTEMBER 1, 2000, to another chapter, ALL creditors must be listed on the mailing matrix at the time of filing and accompanied by a Verification. Diskette required.
  - b) For Chapter 7, 11, or 12 cases converted on or after SEPTEMBER 1, 2000, only post-petition creditors need be listed on the mailing matrix. The matrix and Verification must be filed with the post-petition schedule of debts and/or schedule of equity security holders. If there are no post-petition creditors, only the verification form is required. Scannable matrix format required.
- 5) AMENDMENTS AND BALANCE OF SCHEDULES:
  - a) Scannable matrix format required.
  - b) The matrix with Verification is a document separate from the amended schedules and may not be used to substitute for any portion of the schedules. IT MUST BE SUBMITTED WITH THE AMENDMENT/BALANCE OF SCHEDULES.
  - c) Prepare a separate page for each type of change required: ADDED, DELETED, or CORRECTED. On the REVERSE side of each matrix page, indicate which category that particular page belongs in. Creditors falling in the same category should be placed on the same page in alphabetical order.
- 6) Please refer to CSD 1007 for additional information on how to avoid matrix-related problems.

NO FEAR MX, INC., a California corporation  
1812 Aston Avenue  
Carlsbad, CA 92008

David S. Kupetz, Esq. (State Bar No.  
SulmeyerKupetz  
333 South Hope Street  
35th Floor  
Los Angeles, CA 90071-1406

United States Trustee  
411 West Fourth Street  
Suite 9041  
Santa Ana, CA 92701

Action Freight International  
16403 Ishida Avenue  
Gardena, CA 90248

Cox Communications  
Post Office Box 53214  
Phoenix, AZ 85072

Creative Clothing Connection  
1236 Activity Drive  
Suite B  
Vista, CA 92081

DirectTV  
Post Office Box 60036  
Los Angeles, CA 90060

Empire Corporation  
3820 Oceanic Drive  
Oceanside, CA 92056

Employment Development Departm  
Bankruptcy Group MIC 92E  
P.O. Box 826880  
Sacramento, CA 94280-0001

Franchise Tax Board  
Bankruptcy Unit  
Post Office Box 2952  
Sacramento, CA 95812

Franklin J. Love, Esq.  
125 South Citrus Avenue  
Suite 101  
Covina, CA 91723

Hyunjin Corporation  
886-8 Hwagok 2 Dong  
Kangseo- Ku  
Seoul

Internal Revenue Service  
Insolvency I Stop 5022  
300 North Los Angeles St., Rm  
Los Angeles, CA 90012-9903

J-Law Racing, LLC  
1902 Wright Place  
Suite 200  
Carlsbad, CA 92008

J.T.M.X., LLC  
1812 Aston Avenue  
Carlsbad, CA 92013

J2 LLC  
1812 Aston Avenue  
Carlsbad, CA 92013



Janet Kaufman, Esq.  
462 Stevens Avenue  
Suite 310  
Solana Beach, CA 92075

Jeff Surwall  
1812 Aston Avenue  
Carlsbad, CA 92013

Jido & Juniar, Inc..  
6214 Topiary Street  
Carlsbad, CA 92009

KBC America  
2830 North Ontario Street  
Burbank, CA 91504

KPMG LLP  
Department 0939  
Post Office Box 120001  
Dallas, TX 75312-0564

Lamb Screen Printing, Inc.  
230-C Roymar Road  
Oceanside, CA 92054

Lem SRL  
Via Roma 57  
21020 Daverio VA  
Italy

Mage Design LLC  
2922 Pico Boulevard  
Santa Monica, CA 90405

No Fear Retail Stores, Inc.  
1812 Aston Avenue  
Carlsbad, CA 92008

Racer X Illustrated  
122 Vista Del Rio Drive  
Morgantown, WV 26508

RD Packaging  
Post Office Box 722584  
San Diego, CA 92172

Silver Triangle  
11211 Sorrento Valley Road  
Suite I  
San Diego, CA 92121

Simo Holdings, Inc.  
1812 Aston Avenue  
Carlsbad, CA 92008

Skiva Graphics Screenprinting  
2258 Rutherford Road  
Carlsbad, CA 92008

Steven M. Morger, Esq.  
1111 Broadway  
24th Floor  
Oakland, CA 94607

Tommy Searle  
c/o Wasserman Media Group  
2052 Corte del Nogal, #150  
Carlsbad, CA 92011

Verdi Travel, Inc.  
721 B North Shirk Road  
Visalia, CA 93291

YHC Co.  
B412 SK Twin Tech Tower  
345-9 KAasan- Dong  
Seoul

Ying Kou Kang Jun  
Cuitun District  
Bayuquan District  
Yin Kow City Liaonin